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CORPORATION NAME (S) AND DOCUMENT NUMBER (S)

MLF Partners, L.P.

Filing Evidence

- ☐ Plain/Confirmation Copy
☒ Certified Copy

Retrieval Request

- ☐ Photocopy
☐ Certified Copy

Type of Document

- ☐ Certificate of Status
☐ Certificate of Good Standing
☐ Articles Only
☐ All Charter Documents to Include
Articles & Amendments
☐ Fictitious Name Certificate
☐ Other

File
2nd

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

X LP amend

**CERTIFICATE OF AMENDMENT
TO
APPLICATION FOR REGISTRATION
OF**

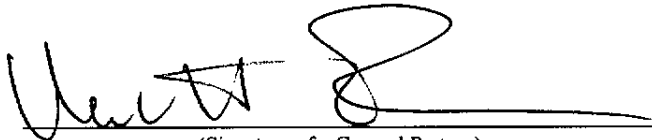
MLF Partners, L.P.

(Insert name currently on file with Florida Dept. of State)

Pursuant to the provisions of section 620.173, Florida Statutes, this foreign limited partnership hereby submits this certificate of amendment to its registration application:

The registration application is amended as follows:

MLF Investments, LLC, the general partner of MLF Partners, L.P. (the "Partnership") has withdrawn and a new general partner has been admitted. The new general partner of the Partnership is MLF Capital Management, L.P.



(Signature of a General Partner)

MLF Capital Management, L.P., the General Partner

By: MLF Holdings, LLC, its General Partner By: Matthew Feshbach, Managing Member

(Typed or printed name of General Partner signing above)

STATE OF Florida

COUNTY OF Pinellas

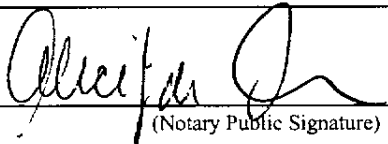
On this 27 day of MAY, 2004, Matthew Feshbach personally appeared before me,



who is personally known to me



whose identity I proved on the basis of _____



(Notary Public Signature)

(Notary's Printed Name)

ALICE J. DEALMEIDA
Notary Public, State of New York
No. 01DE5086607
Qualified in Queens County
Commission Expires October 20, 2005

Seal

My Commission Expires:

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